

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

OFFER OPENS ON - 01.04.2019
OFFER CLOSES ON - 31.03.2020

FORM OF ACCEPTANCE CUM ACKNOWLEDGEMENT

To
The Acquirer
Mr. Pavel Garg
C/o Mudit Finlease Limited
Address: 17, New Rohtak Road, Karol Bagh, New Delhi – 110005

Sir(s)

SUBJECT: FINAL EXIT FACILITY TO THE REMAINING PUBLIC SHAREHOLDERS OF MUDIT FINLEASE LIMITED TO TENDER THEIR SHARES IN FAVOUR OF PAVEL GARG (HEREINAFTER REFERRED TO AS “THE ACQUIRER”) AT PRICE OF RS 45.50/- PER EQUITY SHARE.

In respect of the Exit Facility available up to One Year from 01.04.2019 TO 31.03.2020, I/We hereby state the following:

THE SHARES OF THE COMPANY HAVE ALREADY BEEN DELISTED FROM ALL THE STOCK EXCHANGE AND HENCE ARE NO LONGER TRADED. THIS OFFER IS TO PROVIDE YOU WITH A FINAL OPPORTUNITY TO EXIT.

AS A SHAREHOLDER OF THE COMPANY PLEASE NOTE THAT DUE TO DELISTING YOU SHALL NO LONGER BE ABLE TO SELL THE SHARES OF THE COMPANY OVER THE STOCK EXCHANGES AND THEREFORE IT WOULD BE DIFFICULT TO DISPOSE OFF YOUR SHARES.

All the remaining Public Shareholders of Mudit Finlease Limited (“the Company”) are hereby informed that subsequent to the successful completion of delisting offer, which were concluded in accordance with Chapter VII and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (“the **Regulations**”), and subsequent amendments thereto, wherein the exit offer was made by the Promoter/Acquirer Mr. Pavel Garg at the floor price of Rs 45.50 (Rupees Forty Five and paise Fifty Only) to the public shareholders of Mudit Finlease Limited, the company had applied for de-listing of its equity shares from BSE Limited (“BSE”).

Pursuant to such application, the BSE Limited vide its notice bearing reference no. 20190308-29 dated 08th March, 2019 has delisted the company from the exchange with effect from 22nd March, 2019.

As per SEBI (Delisting of Equity Shares) Regulations, 2009, the BSE Limited has stipulated that the acquirers shall provide an exit option to the remaining Public Shareholders of the Company. The Public Shareholders of the Company who did not or were unable to participate in the delisting offer or who unsuccessfully tendered their shares in the aforementioned processes, now have a last and final opportunity to sell their shares to the promoter/acquirer at the exit price of Rs 45.50 (Rupees Forty Five and Paise Fifty Only) per share commencing from 01st April, 2019 to 31st March, 2020 i. e for a period of One Year in Compliance with relevant provisions of SEBI (Delisting of equity shares) Regulations, 2009 and subsequent amendments thereto.

The Form of Acceptance alongwith relevant enclosures inviting public shareholders to tender their shares at the exit price to the “Acquirer” is being shortly dispatched to all the remaining public shareholders, who did not or were unable to participate in the delisting process or who unsuccessfully tendered their shares in the aforementioned processes.

Subject to any Regulatory Approvals as may be required, the Acquirer intends to dispatch payment to the shareholders who will validly tender their shares to the Acquirers with all the necessary documentation within 15 days of such receipt.

**PART A
FOR SHARES HELD IN PHYSICAL FORM:**

I/We am/are registered holder of following Equity Shares in the physical form. I/We accept the Final Exit Facility provided by 'the Acquirers' and to avail the same, are enclosing the original share certificate(s) and duly signed & witnessed valid transfer deed(s) in respect of the said Equity Shares:

(Use separate Form for different Folios)

FOLIO NO.	CERTIFICATE NO.	DISTINCTIVE NOS.		NO. OF SHARES
		FROM	TO	
NO. OF SHARE CERTIFICATES ATTACHED:		TOTAL NUMBER OF SHARES:		

(In case of insufficient space, please use an additional sheet and authenticate the same)

I/We confirm that, I/We am/are the registered holders of the Equity Shares of Sita Investment Company Limited, which are being tendered herewith by me/us under the Final Exit Facility and the said Equity Shares are free from liens, charges & encumbrances of any kind whatsoever.

I/We note and understand that the Original Share Certificate(s) and valid Share Transfer Deed(s) will be held in trust for me/us by 'the Registrar/Acquirers' until the time; they make payment of the purchase consideration.

I/We also note and understand that 'the Acquirers' will pay the purchases consideration within 15 days from the date of receipt of all duly completed documents/forms (or such longer period as may be required to obtain the relevant regulatory approvals, if any).

NOTE: Further the shareholder(s) should also note that the acquirer will not accept shares in physical form on or after 31st March, 2019 in view of MCA Notification No. G.S.R. 853(E) dated 10th September, 2018 ((including any modification or re-enactment thereof for the time being in force).

PART B

FOR SHARES HELD IN DEMATERIALIZED FORM:

I/We hold the following Equity Shares in Dematerialized Form. I/We accept the Exit Facility provided by 'the Acquirers' and enclose a counterfoil(s)/photocopy of the Delivery Instruction(s) duly acknowledged by my DP in respect of said Equity Shares as detailed below:

DP NAME	DP ID	CLIENT ID	NAME OF BENEFICIARY	NO. OF SHARES

I/We have done off market transaction for crediting the above Equity Shares to the Depository Account of "The Acquirers", whose particulars are given as under:

Name of Account	DP ID	CLIENT ID	DP NAME	DEPOSITORY
Pavel Garg	IN301959	10045059	Maheshwari Technical & Financial Services Ltd.	National Securities Depository Limited (NSDL)

I/We note and understand that the shares would lie to the Depository Account of 'the Acquirers' until they make payment of the purchase consideration within 15 days from the date of receipt of all duly completed documents/forms (or such longer period as may be required to obtain the relevant regulatory approvals, If any).

**PART C
GENERAL**

I / We confirm that the equity shares of Mudit Finlease Limited, which are being tendered herewith by me / us under the offer are free from liens, charges and encumbrances of any kind whatsoever.

My / Our execution of this Form of Acceptance shall constitute my / our warranty that the equity shares comprised in this application are owned by me / us and are transferred by me / us free from all liens, charges, claims of third parties and encumbrances. If any claim is made by any third party in respect of the said equity shares, I / we will hold the Acquirer, harmless and indemnified against any loss they or either of them may suffer in the event of the Acquirer acquiring these equity shares.

I / We agree that the Acquirer may pay the Offer Price only after due verification of the document(s) and signature(s) and on obtaining the necessary approvals if any.

I / We also note and understand that the shares/ Original Share Certificate(s) and Transfer Deed(s) will be held by the Registrar to the Offer in trust for me / us till the date the Acquirers makes payment of consideration or the date by which Shares/ Original Share Certificate(s), Transfer Deed(s) and other documents are dispatched to the shareholders, as the case may be.

I/We note and understand that the shares would held in trust by the Registrar until the time the Acquirer makes payment of purchase consideration.

I/We undertake to execute such further document(s) if any and give such further assurance(s) as may be required or expedient to give effect to my / our agreeing to sell the said equity shares.

I / We irrevocably authorize the Acquirer to send by Registered Post at my / our risk, the Cheque(s) / Demand Draft(s) / Pay Order(s) in settlement of consideration payable, to the Sole / First holder at the address given hereunder and if full address is not given below the same will be forwarded at the address registered with Mudit Finlease Limited:

Name and complete address of the Sole/ First holder (in case of member(s), address as registered with MUDIT FINLEASE LIMITED):

Place: ----- Date: ----- Tel./Mobile No(s). : ----- Fax No.: -----

So as to avoid fraudulent encashment in transit, the shareholder(s) may provide details of bank account of the first/sole shareholder and the consideration will be payable by way of ECS Mode like RTGS/NEFT/Direct Credit/Cheque or demand draft will be drawn accordingly.

Bank Account No.: -----

Type of Account: ----- (Saving / Current / Other (please specify))

Name of the Bank: -----

Name of the Branch and Address: -----

MICR Code of Bank _____

IFCS Code of Bank _____

Note: Shareholders are requested to kindly provide compulsorily above said Bank Details as mentioned in the table given above in order to receive sale consideration through NEFT/RTGS/Direct Credit.

The Permanent Account No. (PAN / GIR No.) allotted under the Income Tax Act, 1961 is as under:

	1 st Shareholder	2 nd Shareholder	3 rd Shareholder
PAN / GIR No.			

Yours faithfully,

Signed and Delivered:

	FULL NAME (S) OF THE HOLDERS	SIGNATURE (S)
First/Sole Shareholder		
Joint Holder 1		
Joint Holder 2		

Note: In case of joint holdings all the holders must sign. In case of body corporate, stamp of the Company should be affixed and necessary Board Resolution should be attached.

CHECKLIST

FOR DEMAT SHAREHOLDERS	FOR PHYSICAL SHAREHOLDERS
1. Duly Filled and Signed Form of Acceptance	1. Duly Filled and Signed Form of Acceptance
2. Copy of Acknowledged Demat Slip	2. Original Physical Share Certificate of the Company
3. Other document, as applicable	3. Duly filled and signed Transfer Deed
	4. Other documents, as applicable
4. Self-Attested copy of PAN Number (Permanent Account Number)	5. Self-Attested copy of PAN Number (Permanent Account Number)

----- Tear along this line -----

Acknowledgement Slip

Received from Mr./Ms./M/s..... Form of Acceptance along-with the following documents:-

A) For shares held in Physical Form:

1. Original Share Certificate(s) alongwith duly signed transfer deed(s)
2.(Specify)
3.(Specify)

B) For shares held in Dematerialized Form:

1. Counterfoils photocopy of the delivery Instruction duly acknowledged by Depository Participant.
2.(Specify)
3.(Specify)

Signature of Official:

Date:

Please send all your correspondences to the Registrar appointed for this purpose by the Acquirer and send the correspondences at below mentioned address of the company.

MUDIT FINLEASE LIMITED

ADDRESS: 17, NEW ROHTAK ROAD, KAROL BAGH, NEW DELHI – 110005

PHONE NO.: +91-11-23527704-05

EMAIL: mudit_finlease@rediffmail.com